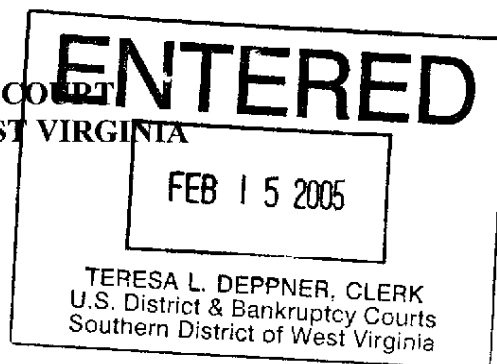


IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF WEST VIRGINIA

CHARLESTON DIVISION

IN RE: SERZONE
PRODUCTS LIABILITY LITIGATION



MDL NO. 1477

THIS DOCUMENT RELATES TO ALL CASES

ORDER

Pending is the parties' Joint Motion for Approval of a Third Amended Settlement Agreement [Docket #182] and withdrawal of their Joint Motion for Approval of the Second Amended Settlement Agreement. Also pending is the parties' Joint Motion to Substitute Exhibit to Previously Filed Joint Motion for Approval of Third Amended Settlement Agreement [Docket #184]. I find the proposed replacement set of documents contains no substantive changes and corrects the clerical error in the Third Amended Settlement Agreement originally attached to the parties' Joint Motion for Approval. Accordingly, the court **GRANTS** the parties Joint Motion to Substitute Exhibit to Previously Filed Joint Motion for Approval of Third Amended Settlement Agreement.

Having heard the argument, comments, and representations of counsel at the status conference held on January 19, 2005 and having reviewed the documents submitted in support of the motion, I find that the proposed revisions, embodied in the Third Amended Settlement Agreement, modify the Settlement Agreement to ensure the security of the funds, to conform to the rules of prudent investment for funds of this nature, and to clarify procedures related to the administration of claims and payments to the Claims Administrator. The proposed revisions do not adversely impact or impair the substantive rights of Class Members under the Settlement Agreement.

The Joint Motion for Approval of the Third Amended Settlement Agreement is **GRANTED**, with the Third Amended Settlement Agreement superceding all prior agreements and the court continuing its preliminary approval of the settlement of the above-referenced matter as reflected by the Third Amended Settlement Agreement. The court's November 18, 2004 Order Conditionally Certifying Temporary Settlement Class and Preliminarily Approving Settlement is hereby modified accordingly.

Furthermore, the court recognizes the parties' intention to withdraw Agreed Motion of Bristol-Myers Squibb Company for Approval of Second Amended Settlement Agreement [Docket # 179] in their request to withdraw Joint Motion for Approval of the Second Amended Settlement Agreement. The court **DENIES AS MOOT** the Agreed Motion of Bristol-Myers Squibb Company for Approval of Second Amended Settlement Agreement, finding that the motion has been withdrawn by the parties.

To fulfill the roles set forth in the Third Amended Settlement Agreement, the court appoints Branch Bank & Trust Company as Escrow Agent and Smith, Cochran and Hicks, P.L.L.C. as Claims Administrator.

The court **ORDERS** Bristol-Myers Squibb Company to make initial payments into the Qualified Settlement Fund on or before February 16, 2005.

The court **DIRECTS** the Clerk to send a copy of this Order to Defendant's Liaison Counsel and Plaintiffs' Liaison Counsel.

ENTER: February 15, 2005


JOSEPH R. GOODWIN
UNITED STATES DISTRICT JUDGE